

KELLY JOHN P
Form 4
August 04, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLY JOHN P

2. Issuer Name **and** Ticker or Trading
Symbol
CROWN CASTLE
INTERNATIONAL CORP [CCI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1220 AUGUSTA, SUITE 500

(Street)

HOUSTON, TX 77057

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
08/02/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$0.01 Par Value	08/02/2010		M	149,600 (1)	A \$ 8.7 1,159,017	D	
Common Stock, \$0.01 Par Value	08/02/2010		S	149,600 (1)	D \$ 40.1073 1,009,417	D	
Common Stock, \$0.01 Par Value	08/03/2010		M	7,677 (1)	D \$ 8.7 1,017,094	D	

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Common Stock, \$0.01 Par Value	08/03/2010	S	7,677 ⁽¹⁾	D	\$ 41	1,009,417	D	
Common Stock, \$0.01 Par Value	08/04/2010	M	142,323 ⁽¹⁾	D	\$ 8.7	1,151,740	D	
Common Stock, \$0.01 Par Value	08/04/2010	S	142,323 ⁽¹⁾	D	\$ 41.0106 ⁽⁵⁾	1,009,417	D	
Common Stock, \$0.01 Par Value						22,618	I	By GRAT 2009-1
Common Stock, \$0.01 Par Value						22,618	I	By GRAT 2009-2
Common Stock, \$0.01 Par Value						405 ⁽²⁾	I	By 401 (k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Common Stock, \$0.01 Par Value	\$ 8.7	08/02/2010		M	149,600 ⁽¹⁾	09/25/2005 ⁽³⁾ 09/25/2011	Common Stock 149,600

Common Stock, \$0.01 Par Value	\$ 8.7	08/03/2010	M	7,677 ⁽¹⁾	09/25/2005 ⁽³⁾	09/25/2011	Common Stock	7,6
Common Stock, \$0.01 Par Value	\$ 8.7	08/04/2010	M	142,323 ⁽¹⁾	09/25/2005 ⁽³⁾	09/25/2011	Common Stock	142,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KELLY JOHN P 1220 AUGUSTA SUITE 500 HOUSTON, TX 77057	X			

Signatures

/s/ John P. Kelly 08/04/2010

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option exercises and sales reported pursuant to this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.
- (2) Represents shares previously acquired in transactions exempt under Rule 16b-3(c)
- (3) Vested on September 25, 2005 (following the Company's common stock achieving a pre-established target price).
- (4) Represents the weighted average price of sales transacted on August 2, 2010; such sales were conducted through various transactions on August 2, 2010, at sales prices ranging from \$40.00 to \$40.29 per share.
- (5) Represents the weighted average price of sales transacted on August 4, 2010; such sales were conducted through various transactions on August 4, 2010, at sales prices ranging from \$41.00 to \$41.10 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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